**Ethical Consumer Research Association**

Investor-Director Nomination Pack

February 2019

Can you help Ethical Consumer to build on our recent successes?

Do you have the experience, skills and knowledge to help drive our co-operative forward?

We are looking for two people with a track record of strategic thinking to put themselves forward for election to our board of directors.

As a valued investor in Ethical Consumer, we invite you to stand for election to our board and help shape the direction of our co-operative.

### Who is eligible?

You are eligible to stand for election to the board if you:

1. have been an investor for at least 12 months
2. are aged eighteen or over
3. are not bankrupt or otherwise prohibited by law or Rule 37 from acting as the director of a company or society
4. are willing to undertake training in co-operative governance.

### What skills are we looking for?

We’re looking for people who really care about Ethical Consumer and want to help us develop as an organisation, while remaining true to our principles.

We welcome people who have experience managing a social enterprise or an ethically minded business of another sort.

### What is the time commitment?

The board meets quarterly, usually in January, May, September and November, as well as at the AGM. We sometimes invite board members to attend certain strategic planning meetings.

We prefer board members to attend in person. Occasionally it may be possible to attend via conference line or Skype.

We are introducing payments of £200 to directors for each meeting they attend.

### How do I nominate?

You can nominate yourself or someone else by filling in the form at the end of this document. You can do this electronically or in hard copy.

Nominations close on 30 June 2019. The results will be announced at the AGM in September.

### Schedule of events

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| --- | --- |
| **May** | Investor-Director nominations open |
| **30 June** | Investor-Director nominations close |
| **July** | AGM papers circulated, including candidate profiles |
| **1 August** | Investor-Director elections open |
| **31 August** | Investor-Director elections close |
| **September** | AGM, including the announcement of election results |

### What the Company Rules say

Ethical Consumer Research Association Rule 29:

The governance of the co-operative shall be vested in a Board of Directors comprising when complete of nine Directors divided as follows:

Five Employee Directors directly elected by Employee members

* Two Investor members elected by Investor members
* Two non-executive directors appointed by the other Directors.

Only eligible members of the Co-operative may serve on the Committee. ‘Eligible members’ are members aged eighteen years or over and who are not bankrupt or otherwise prohibited by law or Rule 37 from acting as the director of a company or society. To be eligible, Investor members must have held shares for a minimum of twelve months and be willing to undertake training in co-operative governance.

In the event of there being fewer than nine directors available to stand then the general meeting may re-design the board with a view to retaining the balance of interests above until such time as all posts are able to be filled. Unless the members shall otherwise decide the minimum number of directors shall be three and the maximum number shall be eleven.

### Company Rules and Annual Reports

Our company rules and copies of our financial reports can be found [here](https://www.ethicalconsumer.org/about-us/members-area).

### Any questions?

Call us on 0161 226 2929 or email [**finance@ethicalconsumer.org**](mailto:finance@ethicalconsumer.org)

**Board of Directors Nomination Form**

|  |  |  |  |
| --- | --- | --- | --- |
| Please choose one: | | | |
|  | I would like to stand for election to the Board of Directors of Ethical Consumer, | | |
|  | OR | | |
|  | I would like to nominate the following member as a candidate for election to the Board of Directors of Ethical Consumer | | |
| **Candidate information:** | | | |
| Name(s): | | Click or tap here to enter text. | |
| Address: | | Click or tap here to enter text. | |
| Signature: | | | Date: Click or tap here to enter text. |
| **Your name and address (if nominating another):** | | | |
| Name(s): | | Click or tap here to enter text. | |
| Address: | | Click or tap here to enter text. | |
| Signature: | | | Date: Click or tap here to enter text. |
| **Candidate statement (this will be circulated among investor-members to inform voting):** | | | |
| Click or tap here to enter text. | | | |
| Please return this form by email to **finance@ethicalconsumer.org** or by post to Ethical Consumer Research Association, Unit 21 41 Old Birley Street, Manchester, M15 5RF by **30th June 2019**. | | | |